

P10000060425

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TALLAHASSEE, FLORIDA

MERGER
DEC 9

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: NICOLAS VILLALBA WHOLESALERS, INC.
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

John S. Bohatch, Esq.
Contact Person

GUTTENMACHER & BOHATCH, P.A.
Firm/Company

7301 SW 57th Court, Suite 560
Address

SOUTH MIAMI, FLORIDA 33143
City/State and Zip Code

law@gbtaxlaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

John S. Bohatch, Esq.
Name of Contact Person

At (305) 666-1040
Area Code & Daytime Telephone Number

☐ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Nicolas Villalba Wholesalers, Inc.	Florida	P10000060425

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Nicolas Villalba Wholesalers, Inc.	New Jersey	Unknown

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on July 20, 2010

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT) July 20, 2010

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on July 20, 2010

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

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TALLAHASSEE, FLORIDA

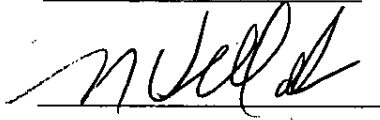
Seventh: **SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature of an Officer or
Director

Typed or Printed Name of Individual & Title

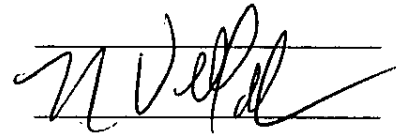
Nicolas Villalba



Wholesalers, Inc. (Fl).

NICOLAS VILLALBA, President

Nicolas Villalba



Wholesalers, Inc. (NJ).

NICOLAS VILLALBA, President

(Non Subsidiaries)

First: The name and jurisdiction of the surviving corporation:

Jurisdiction

Florida

Jurisdiction

New Jersey

All of the assets and liabilities of the Merging Company are maintained by the Surviving Company (Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: